

(SAMPLE LETTER OF TRANSMITTAL)

P97000012494

DATE: January 31, 1997

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Precision Racing Products, Inc.  
(Name of Corporation)

000002080100--7  
-02/06/97--01047--016  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

Marc C. Garland  
(Individual's Name)

FILED  
97 FEB -5 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2697  
TK

Precision Racing Products, Inc.  
(Name of Corporation)

<b>MAILING ADDRESS OF CORPORATION</b>		
Precision Racing Products, Inc.		
8524 Rees Street Port Richey, FL 34668		
PHONE		
( 813 )	842-1950	
Area Code	Number	Ext.

**ARTICLES OF INCORPORATION**

of

**Precision Racing Products, Inc.**

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

**ARTICLE I - CORPORATE NAME**

The name of the corporation is:

**Precision Racing Products, Inc.**

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TALLAHASSEE, FLORIDA

**ARTICLE II - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**  
Seven Thousand Five Hundred

The corporation is authorized to issue **(7,500)** shares of common stock, par value \$ **1.00** per share.

**ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	<b>8524 Rees Street</b>		
CITY	<b>Port Richey</b>	FLORIDA	ZIP <b>34668</b>

Mailing address, if different

STREET ADDRESS	<b>Same as above</b>		
CITY		FLORIDA	ZIP

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	<b>Marc C. Garland</b>		
ADDRESS	<b>8524 Rees Street</b>		
CITY	<b>Port Richey</b>	FLORIDA	ZIP <b>34668</b>

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

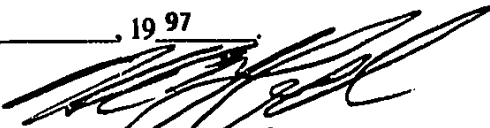

NAME	Marc C. Garland		
ADDRESS	7500 Cypress Knee Drive		
CITY	Hudson	STATE Florida	ZIP 34667
NAME	Kim M. Garland		
ADDRESS	7500 Cypress Knee Drive		
CITY	Hudson	STATE Florida	ZIP 34667
NAME			
ADDRESS			
CITY		STATE	ZIP

**ARTICLE VIII - INCORPORATORS**

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Marc C. Garland		
ADDRESS	7500 Cypress Knee Drive		
CITY	Hudson	STATE Florida	ZIP 34667
NAME	Kim M. Garland		
ADDRESS	7500 Cypress Knee Drive		
CITY	Hudson	STATE Florida	ZIP 34667
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 30th day of January, 19 97

  
 Marc C. Garland (Signature)  
  
 Kim M. Garland (Signature)  
 \_\_\_\_\_ (Signature)

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/ REGISTERED OFFICE**

Precision Racing Products, Inc.  
(name of corporation)

FILED  
97 FEB - 5 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 8524 Rees Street  
Port Richey, Florida 34668  
has named Marc C. Garland  
located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Marc C. Garland, President  
(Signature)

January 30, 1997  
(Date)